

FORM NO. MGT-7

[Pursuant to sub-Section(1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11of the Companies (Management and Administration) Rules, 2014]



Annual Return (other than OPCs and Small Companies)

Form language English Hindi

Refer the instruction kit for filing the form.

I. REGISTRATION AND OTHER DETAILS

(i) * Corporate Identification Number (CIN) of the company	<input type="text" value="L29130HP1971PLC000904"/>	<input type="button" value="Pre-fill"/>						
Global Location Number (GLN) of the company	<input type="text"/>							
* Permanent Account Number (PAN) of the company	<input type="text" value="AAACG8584G"/>							
(ii) (a) Name of the company	<input type="text" value="HIM TEKNOFORGE LIMITED"/>							
(b) Registered office address	<input type="text" value="VILLAGE BILLANWALI, BADDI NA
BADDI
Solan
Himachal Pradesh
173205"/>							
(c) *e-mail ID of the company	<input type="text" value="cs@gagl.net"/>							
(d) *Telephone number with STD code	<input type="text" value="1795246351"/>							
(e) Website	<input type="text" value="www.himteknoforge.com"/>							
(iii) Date of Incorporation	<input type="text" value="27/03/1971"/>							
(iv)	<table border="1"><thead><tr><th>Type of the Company</th><th>Category of the Company</th><th>Sub-category of the Company</th></tr></thead><tbody><tr><td>Public Company</td><td>Company limited by shares</td><td>Indian Non-Government company</td></tr></tbody></table>		Type of the Company	Category of the Company	Sub-category of the Company	Public Company	Company limited by shares	Indian Non-Government company
Type of the Company	Category of the Company	Sub-category of the Company						
Public Company	Company limited by shares	Indian Non-Government company						
(v) Whether company is having share capital	<input checked="" type="radio"/> Yes	<input type="radio"/> No						
(vi) *Whether shares listed on recognized Stock Exchange(s)	<input checked="" type="radio"/> Yes	<input type="radio"/> No						

(a) Details of stock exchanges where shares are listed

S. No.	Stock Exchange Name	Code
1	Bombay Stock Exchange	1

(b) CIN of the Registrar and Transfer Agent

U67120WB2011PLC165872

Pre-fill

Name of the Registrar and Transfer Agent

MCS SHARE TRANSFER AGENT LIMITED

Registered office address of the Registrar and Transfer Agents

383 LAKE GARDENS
1ST FLOOR

(vii) *Financial year From date (DD/MM/YYYY) To date (DD/MM/YYYY)

(viii) *Whether Annual general meeting (AGM) held Yes No

(a) If yes, date of AGM

(b) Due date of AGM

(c) Whether any extension for AGM granted Yes No

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

*Number of business activities

S.No	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	C	Manufacturing	C7	Metal and metal products	100

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES)

*No. of Companies for which information is to be given

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1				

IV. SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY

(i) *SHARE CAPITAL**(a) Equity share capital**

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Total number of equity shares	152,125,000	7,866,016	7,866,016	7,866,016
Total amount of equity shares (in Rupees)	304,250,000	15,732,032	15,732,032	15,732,032

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
EQUITY SHARES				
Number of equity shares	152,125,000	7,866,016	7,866,016	7,866,016
Nominal value per share (in rupees)	2	2	2	2
Total amount of equity shares (in rupees)	304,250,000	15,732,032	15,732,032	15,732,032

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	7,500	0	0	0
Total amount of preference shares (in rupees)	750,000	0	0	0

Number of classes

1

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares	7,500	0	0	0
Nominal value per share (in rupees)	100	100	100	100
Total amount of preference shares (in rupees)	750,000	0	0	0

(c) Unclassified share capital

Particulars	Authorised Capital
Total amount of unclassified shares	5,000,000

(d) Break-up of paid-up share capital

Class of shares	Number of shares			Total nominal amount	Total Paid-up amount	Total premium
	Physical	DEMAT	Total			
Equity shares						
At the beginning of the year	47,355	7,818,661	7866016	15,732,032	15,732,032	

Increase during the year	0	0	0	2,000	2,000	0
i. Public Issues	0	0	0	0	0	0
ii. Rights issue	0	0	0	0	0	0
iii. Bonus issue	0	0	0	0	0	0
iv. Private Placement/ Preferential allotment	0	0	0	0	0	0
v. ESOPs	0	0	0	0	0	0
vi. Sweat equity shares allotted	0	0	0	0	0	0
vii. Conversion of Preference share	0	0	0	0	0	0
viii. Conversion of Debentures	0	0	0	0	0	0
ix. GDRs/ADRs	0	0	0	0	0	0
x. Others, specify				2,000	2,000	
Physical to demat						
Decrease during the year	0	0	0	2,000	2,000	0
i. Buy-back of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify				2,000	2,000	
Physical to demat						
At the end of the year	47,355	7,818,661	7866016	15,732,032	15,732,032	
Preference shares						
At the beginning of the year	0	0	0	0	0	
Increase during the year	0	0	0	0	0	0
i. Issues of shares	0	0	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0	0	0
iii. Others, specify						
Decrease during the year	0	0	0	0	0	0
i. Redemption of shares	0	0	0	0	0	0

ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify						
At the end of the year	0	0	0	0	0	

ISIN of the equity shares of the company

INE705G01021

(ii) Details of stock split/consolidation during the year (for each class of shares)

0

Class of shares		(i)	(ii)	(iii)
Before split / Consolidation	Number of shares			
	Face value per share			
After split / Consolidation	Number of shares			
	Face value per share			

(iii) Details of shares/Debentures Transfers since closure date of last financial year (or in the case of the first return at any time since the incorporation of the company) *

Nil

[Details being provided in a CD/Digital Media]

Yes No Not Applicable

Separate sheet attached for details of transfers

Yes No

Note: In case list of transfer exceeds 10, option for submission as a separate sheet attachment or submission in a CD/Digital Media may be shown.

Date of the previous annual general meeting			
Date of registration of transfer (Date Month Year)			
Type of transfer		1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred		Amount per Share/ Debenture/Unit (in Rs.)	

Ledger Folio of Transferor				<input type="text"/>			
Transferor's Name		<input type="text"/>		<input type="text"/>		<input type="text"/>	
		Surname		middle name		first name	
Ledger Folio of Transferee				<input type="text"/>			
Transferee's Name		<input type="text"/>		<input type="text"/>		<input type="text"/>	
		Surname		middle name		first name	

Date of registration of transfer (Date Month Year)				<input type="text"/>			
Type of transfer		<input type="text"/>		1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock			
Number of Shares/ Debentures/ Units Transferred		<input type="text"/>		Amount per Share/ Debenture/Unit (in Rs.)		<input type="text"/>	
Ledger Folio of Transferor				<input type="text"/>			
Transferor's Name		<input type="text"/>		<input type="text"/>		<input type="text"/>	
		Surname		middle name		first name	
Ledger Folio of Transferee				<input type="text"/>			
Transferee's Name		<input type="text"/>		<input type="text"/>		<input type="text"/>	
		Surname		middle name		first name	

(iv) * Debentures (Outstanding as at the end of financial year)

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debentures	0	0	0
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0

Particulars	Number of units	Nominal value per unit	Total value
Total			0

Details of debentures

Class of debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Non-convertible debentures	0	0	0	0
Partly convertible debentures	0	0	0	0
Fully convertible debentures	0	0	0	0

(v) Securities (other than shares and debentures)

0

Type of Securities	Number of Securities	Nominal Value of each Unit	Total Nominal Value	Paid up Value of each Unit	Total Paid up Value
Total					

V. *Turnover and net worth of the company (as defined in the Companies Act, 2013)

(i) Turnover

4,064,580,000

(ii) Net worth of the Company

1,574,707,000

VI. (a) *SHARE HOLDING PATTERN - Promoters

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	3,491,669	44.39	0	
	(ii) Non-resident Indian (NRI)	0	0	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	

3.	Insurance companies	0	0	0	
4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	799,320	10.16	0	
10.	Others	0	0	0	
	Total	4,290,989	54.55	0	0

Total number of shareholders (promoters)

20

(b) *SHARE HOLDING PATTERN - Public/Other than promoters

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	1,470,585	18.7	0	
	(ii) Non-resident Indian (NRI)	22,162	0.28	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	59,675	0.76	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	
4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	0	0	0	

8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	247,457	3.15	0	
10.	Others TRUST	1,775,148	22.57	0	
	Total	3,575,027	45.46	0	0

Total number of shareholders (other than promoters)

3,920

**Total number of shareholders (Promoters+Public/
Other than promoters)**

3,940

**VII. *NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS
(Details, Promoters, Members (other than promoters), Debenture holders)**

Details	At the beginning of the year	At the end of the year
Promoters	20	20
Members (other than promoters)	3,830	3,920
Debenture holders	0	0

VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

(A) *Composition of Board of Directors

Category	Number of directors at the beginning of the year		Number of directors at the end of the year		Percentage of shares held by directors as at the end of year	
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive
A. Promoter	2	0	2	0	22.07	0
B. Non-Promoter	0	4	0	4	0	0
(i) Non-Independent	0	0	0	0	0	0
(ii) Independent	0	4	0	4	0	0
C. Nominee Directors representing	0	2	0	2	0	0
(i) Banks & FIs	0	2	0	2	0	0
(ii) Investing institutions	0	0	0	0	0	0
(iii) Government	0	0	0	0	0	0
(iv) Small share holders	0	0	0	0	0	0

(v) Others	0	0	0	0	0	0
Total	2	6	2	6	22.07	0

Number of Directors and Key managerial personnel (who is not director) as on the financial year end date

9

(B) (i) *Details of directors and Key managerial personnel as on the closure of financial year

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
Vijay Aggarwal	00094141	Managing Director	746,033	
Rajiv Aggarwal	00094198	Managing Director	990,306	
Pradeep Kumar	03052477	Director	0	28/09/2023
Purshotam Lal Sharma	03509280	Director	0	28/09/2023
Kuldip Narain Gupta	02315331	Director	0	
Sanjay Kumar	08805058	Nominee director	0	04/05/2023
Kiran Raghuvinder Sing	09008800	Director	0	
INDU GUPTA	00049536	Nominee director	0	
HARSH KHURANA	AMVPK7650D	CFO	0	

(ii) Particulars of change in director(s) and Key managerial personnel during the year

4

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation	Nature of change (Appointment/ Change in designation/ Cessation)
Bhavana Rao	00956209	Nominee director	28/01/2023	Cessation
Abhishek Misra	CMEPM5986M	Company Secretar	18/02/2023	Cessation
HARSH KHURANA	AMVPK7650D	CFO	25/04/2022	Appointment
INDU GUPTA	00049536	Nominee director	28/01/2023	Appointment

IX. MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD OF DIRECTORS

A. MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETINGS

Number of meetings held

1

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
AGM	29/09/2022	3,850	17	41.36

B. BOARD MEETINGS

*Number of meetings held

8

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	25/04/2022	8	8	100
2	27/05/2022	8	8	100
3	09/08/2022	8	7	87.5
4	18/10/2022	8	6	75
5	11/11/2022	8	7	87.5
6	23/12/2022	8	6	75
7	28/01/2023	8	8	100
8	13/02/2023	8	8	100

C. COMMITTEE MEETINGS

Number of meetings held

12

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
1	Audit Committee	25/04/2022	3	3	100
2	Audit Committee	27/05/2022	3	3	100
3	Audit Committee	09/08/2022	3	3	100
4	Audit Committee	11/11/2022	3	3	100
5	Audit Committee	28/01/2023	3	3	100
6	Audit Committee	13/02/2023	3	3	100
7	Nomination and Remuneration	25/04/2022	3	3	100
8	Nomination and Remuneration	27/05/2022	3	3	100

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
9	Nomination an	09/08/2022	3	3	100
10	Nomination an	28/01/2023	3	3	100

D. *ATTENDANCE OF DIRECTORS

S. No.	Name of the director	Board Meetings			Committee Meetings			Whether attended AGM held on
		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	29/09/2023
								(Y/N/NA)
1	Vijay Aggarwa	8	6	75	1	1	100	No
2	Rajiv Aggarwa	8	8	100	8	8	100	Yes
3	Pradeep Kuma	8	7	87.5	12	12	100	No
4	Purshotam La	8	8	100	12	12	100	No
5	Kuldip Narain	8	8	100	4	4	100	No
6	Sanjay Kumar	8	7	87.5	0	0	0	No
7	Kiran Raghuv	8	8	100	0	0	0	No
8	INDU GUPTA	2	2	100	0	0	0	No

X. *REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

Nil

Number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be entered

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Vijay Aggarwal	Managing Direct	8,799,000	0	0	0	8,799,000
2	Rajiv Aggarwal	Joint Managing I	8,694,000	0	0	0	8,694,000
	Total		17,493,000	0	0	0	17,493,000

Number of CEO, CFO and Company secretary whose remuneration details to be entered

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
--------	------	-------------	--------------	------------	----------------------------	--------	--------------

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Abhishek Misra	Company Secre	517,000	0	0	0	517,000
2	HARSH KHURANA	CFO	1,800,000	0	0	0	1,800,000
	Total		2,317,000	0	0	0	2,317,000

Number of other directors whose remuneration details to be entered

7

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Purshotam Lal Shar	Independent Dir	0	0	0	80,000	80,000
2	Pradeep Kumar	Independent Dir	0	0	0	70,000	70,000
3	Kiran Raghuvinder S	Independent Dir	0	0	0	80,000	80,000
4	Kuldip Narain Gupta	Independent Dir	0	0	0	80,000	80,000
5	Sanjay Kumar	Nominee Directo	0	0	0	70,000	70,000
6	Bhavana Rao	Nominee Directo	0	0	0	40,000	40,000
7	Indu Gupta	Nominee Directo	0	0	0	10,000	10,000
	Total		0	0	0	430,000	430,000

XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

* A. Whether the company has made compliances and disclosures in respect of applicable provisions of the Companies Act, 2013 during the year Yes No

B. If No, give reasons/observations

XII. PENALTY AND PUNISHMENT - DETAILS THEREOF

(A) DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/DIRECTORS /OFFICERS Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which penalised / punished	Details of penalty/ punishment	Details of appeal (if any) including present status

(B) DETAILS OF COMPOUNDING OF OFFENCES Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in Rupees)

XIII. Whether complete list of shareholders, debenture holders has been enclosed as an attachment

Yes No

(In case of 'No', submit the details separately through the method specified in instruction kit)

XIV. COMPLIANCE OF SUB-SECTION (2) OF SECTION 92, IN CASE OF LISTED COMPANIES

In case of a listed company or a company having paid up share capital of Ten Crore rupees or more or turnover of Fifty Crore rupees or more, details of company secretary in whole time practice certifying the annual return in Form MGT-8.

Name

DINESH MEHTA

Whether associate or fellow

Associate Fellow

Certificate of practice number

2127

I/We certify that:

- (a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.
 (b) Unless otherwise expressly stated to the contrary elsewhere in this Return, the Company has complied with all the provisions of the Act during the financial year.

Declaration

I am Authorised by the Board of Directors of the company vide resolution no. ... dated

(DD/MM/YYYY) to sign this form and declare that all the requirements of the Companies Act, 2013 and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with. I further declare that:

- Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.
- All the required attachments have been completely and legibly attached to this form.

Note: Attention is also drawn to the provisions of Section 447, section 448 and 449 of the Companies Act, 2013 which provide for punishment for fraud, punishment for false statement and punishment for false evidence respectively.

To be digitally signed by

Director

RAJIV AGGARWAL
 Digitally signed by RAJIV AGGARWAL
 Date: 2023.11.27 15:30:40 +05'30'

DIN of the director

00094198

To be digitally signed by

HIMANSHU KALRA
 Digitally signed by HIMANSHU KALRA
 Date: 2023.11.27 15:31:10 +05'30'

Company Secretary

Company secretary in practice

Membership number

Certificate of practice number

Attachments

1. List of share holders, debenture holders
2. Approval letter for extension of AGM;
3. Copy of MGT-8;
4. Optional Attachment(s), if any

Attach
Attach
Attach
Attach

List of attachments

List of Comm Meeting.pdf Form MGT-8_HIM TEKNO_31-03-2023.pd
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Remove attachment

Modify

Check Form

Prescrutiny

Submit

This eForm has been taken on file maintained by the Registrar of Companies through electronic mode and on the basis of statement of correctness given by the company

Form No. MGT-8

[Pursuant to Section 92(2) of the Companies Act, 2013 and rule 11(2) of
Companies (Management and Administration) Rules, 2014]

CERTIFICATE BY A COMPANY SECRETARY IN PRACTICE

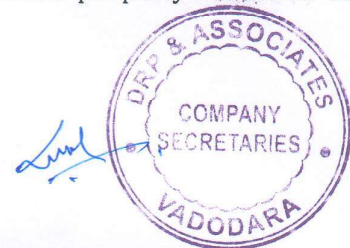
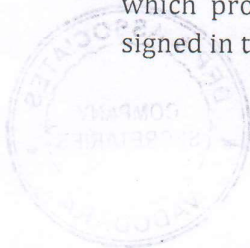
We have examined the registers, records and books and papers of Him Teknoforge Limited (the Company) (CIN: L29130HP1971PLC000904) (the Company) as required to be maintained under the Companies Act, 2013 (the Act) and the rules made there under for the financial year ended on 31/03/2023. In our opinion and to the best of my information and according to the examinations carried out by us and explanations furnished to us by the company, its officers and agents, we certify that:

- A. The Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately.
- B. During the aforesaid financial year the Company has complied with provisions of the Act & Rules made there under in respect of:
1. The Company is a listed public limited company.
 2. The company has kept and maintained all registers as stated in **Annexure 'A'** to this Certificate, as per the provisions of the Act and the rules made there under and all entries therein have been duly recorded;
 3. The company has duly filed the forms and returns as stated in Annual Return with the Registrar of Companies, within the time prescribed under the Act and the rules made there under except some forms filed with additional fees as stated in **Annexure 'B'**.

There was no form filed with Regional Director, Central Government, the Tribunal, Court or other authorities.

4. The Board of Directors duly met eight times on dates as stated in Annual return in respect of which proper notices were given and the proceedings were properly recorded and signed in the minute book maintained for the purpose.

The Audit Committee duly met on the dates as stated in Annual return in respect of which proper notices were given and the proceedings were properly recorded and signed in the minute book maintained for the purpose.



The Nomination and Remuneration Committee duly met on the dates as stated in the Annual return and in respect of which proper notices were given and the proceedings were properly recorded and signed in the minute book maintained for the purpose.

The Stakeholders Relationship Committee duly met on the dates as stated in the Annual return and in respect of which proper notices were given and the proceedings were properly recorded and signed in the minute book maintained for the purpose.

The Annual general meeting of the Company was conducted on Thursday, the 29th September, 2022 at the Registered Office of the Company after giving due notice to the members of the Company and the proceedings were properly recorded and signed in the minutes book maintained for the purpose.

There was no Extra-ordinary General Meeting held during the year under review.

5. The Company has closed its Register of Members / Security holders from Friday, September 23, 2022, to Thursday, September 29, 2022 (both days inclusive) during the financial year under review.
6. No Advances / loans have been given to its directors and/or persons or firms or companies referred in section 185 of the Act during the financial year.
7. The Company has entered into contracts/arrangements at arm's length basis, under Section 188 of the Companies Act, 2013 by passing resolution at the meeting of the Board of Directors held on 27th May, 2022 with following related parties:
 - a. Globe Precision Industries Private Limited for purchase and sale of materials and for availing and rendering job work services.
 - b. Himachal Shots & Metals Private Limited for purchase and sale of materials.
 - c. Him Overseas for purchase and sale of goods and availing and rendering job work services.
 - d. Payment of salary to Mr. Manan Aggarwal, appointed to the office or place of profit in the Company as Vice President – Marketing.
 - e. Payment of salary to Mr. Mrinal Aggarwal, appointed to the office or place of profit in the Company as Vice President – Forging.

The Company has also entered into contracts/arrangements at arm's length basis, under Section 188 of the Companies Act, 2013 by passing resolution at the meeting of the Board of Directors held on 28th January, 2023 with Mr. Aditya Aggarwal for payment of salary, who appointed to the office or place of profit in the Company as AGM – Finance and Strategy.

8. There was no issue or allotment or buy back or transfer of securities / redemption of preference shares or debentures/ alteration or reduction of share capital / conversion of shares/ securities and issue of security certificates in all instances during the year.



The company has delivered all the certificates on lodgment of shares for transfer / transmission within the time prescribed under section 56(4)(c) of the Companies Act, 2013.

9. There were no transactions necessitating the company to keep in abeyance the rights to dividend, right shares and bonus shares pending registration of transfer or shares.
10. The Company has declared Rs. 0.40(20%) Per Equity Share of Rs.2/- each as dividend at the Annual General Meeting held on 29th September, 2022 during the year.

Transfer of unpaid/ unclaimed dividend to the Investor Education and Protection Fund in accordance with section 125 of the Act has been duly complied during the year. The Company has transferred Rs. 71,661.80/- for the unpaid & unclaimed dividend for the financial year 2014-15 to Investor Education and Protection Fund during the year under review.

11. Audited financial statements have been duly signed as per the provisions of section 134 of the Act and report of directors is as per sub - sections (3), (4) and (5) thereof.
12. The Board of Directors of the Company is duly constituted. The following were the changes made in the Company during the year under review:

Sr. No	Name of Director	Designation	Date of appointment/Re-appointment	Date of Cessation
1	Mr. Harsh Khurana	Chief Financial Officer	25/04/2022	-
2	Mrs. Bhavna Rao	Non-Executive Nominee Director	-	28/01/2023
3	Mrs. Indu Gupta	Non-Executive Nominee Director	28/01/2023	-
4	Mr. Abhishek Mishra	Company Secretary	-	18/02/2023

The directors have disclosed their interest in other firms/companies to the Board of Directors pursuant to the provisions of the Act and the rules made there under.

The remuneration paid to the Managing Director was within the ceiling prescribed under section 197 of the Companies Act, 2013 and consent of the members have been accorded at the general meeting for the same.

13. M/S PRA ASSOCIATES (FRN: 2355N), Chartered Accountants, were appointed as the Auditors of the Company for the second term of 5 (Five) years at the Annual General Meeting of the Company held on 29th September, 2022. The auditors were eligible to act as Auditors for the Financial Year 2022-23.

M/s Anand Saklecha & Co., Chartered Accountants, for Indore Units, M/s S. Lal Bansal & Co., Chartered Accountants for Baddi Units, Himachal Pradesh and M/s JHS & Associates LLP, Chartered Accountant for Vadodara Unit, Gujarat have been appointed as Internal Auditors of the Company in terms of Section 138 of the Companies Act, 2013 and rules &



regulations, made thereunder, for the Financial Year 2022-23 by the Board of Directors at their meeting held on 11th February, 2022.

M/s. S. K. Jain & Co., Cost Accountant, have been appointed as Cost Auditors of the Company for FY 2022-23 at the meeting of the Board of Directors held on 11th February, 2022 as recommended by Audit committee.

M/s. DRP & Associates, Company Secretaries, have been appointed as Secretarial Auditors of the Company under Section 204(1) of the Companies Act, 2013 for the FY 2022-23 at the meeting of the Board of Directors held on 13th February, 2023.


14. Company was not required to take approvals from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act.
15. There was no acceptance/ renewal/ repayment of deposits during the year.
16. The Company has not borrowed money from members.

However, the company has borrowed funds from the public financial institutions and banks during the year under review. The details of the said charges created, modified and satisfied in favour of them during the year under review have been attached as **Annexure C.**

17. There was no instance of giving loans, making investments or providing guarantees or providing of securities to other bodies corporate or persons falling under the provisions of section 186 of the Act during the financial year 2022-23.
18. There was no alteration of the provisions of the Memorandum and/ or Articles of Association of the Company.

Place: Vadodara
Date: 25/11/2023

For DRP & Associates.
Company Secretaries


DINESH MEHTA
Partner
C.P. No.: 2127
PR: 1204/2021
UDIN: F008419E002329496



Annexure A

Registers as maintained by HIM TEKNOFORGE LIMITED.

1. Reg. of Members u/s 88(1)(a).
2. Reg. of Directors and their shareholding u/s 170.
3. Reg. of renewed and duplicate share certificate u/s 46(3).
4. Reg. of charges u/s 85.
5. Reg. of Loans, Guarantee, Security and acquisition made by Company u/s 186(9)
6. Reg. of Contracts with related party and contracts in which directors are interested u/s 189(1)
7. Reg. for transfer of shares.

Annexure B

Forms and returns filed by HIM TEKNOFORGE LIMITED during the year 2022-23. Attached herewith

Annexure C

Details of Charges Created, Modified and Satisfied by HIM TEKNOFORGE LIMITED during the year 2022-23:

CHARGE ID	CHARGE HOLDER NAME	DATE OF CREATION	DATE OF MODIFICATION	DATE OF SATISFACTION	AMOUNT IN RS.
100328547	HDFC BANK LIMITED	14/02/2020	NA	03/05/2023	13,00,000
100242305	HDFC BANK LIMITED	03/07/2018		01/02/2023	7,50,000
100685101	MAHINDRA AND MAHINDRA FINANCIAL SERVICES LIMITED	27/01/2023	NA	NA	5,09,55,000
100663805	BAJAJ FINANCE LIMITED	24/12/2022	NA	NA	7,50,00,000
100665507	KOTAK MAHINDRA PRIME LIMITED	23/12/2022	NA	NA	6,54,000
100665343	KOTAK MAHINDRA PRIME LIMITED	23/12/2022	NA	NA	4,16,000
100641957	KOTAK MAHINDRA BANK LIMITED	22/11/2022	NA	NA	12,25,000
100642726	Mercedes-Benz Financial Services India Pvt. Ltd. (formerly Known as Daimler	18/11/2022	NA	NA	65,00,000



	Financial Service India Pvt. Ltd.)				
100088328	SIDBI	30/03/2017	NA	22/09/2022	70,00,000
100581171	TATA CAPITAL FINANCIAL SERVICES LIMITED	08/06/2022	NA	NA	2,00,00,000
10493562	State Bank of India	29/03/2014	28/02/2018	05/09/2022	4,99,00,000
10494222	State Bank of India	29/03/2014	08/09/2014	05/09/2022	4,99,00,000
10387836	STATE BANK OF BIKANER & JAIPUR	23/10/2012	NA	05/09/2022	11,30,000
10350258	SMALL INDUSTRIES DEVELOPMENT BANK OF INDIA	20/04/2012	NA	22/09/2022	70,00,000

Place: Vadodara
Date: 25/11/2023

For DRP & Associates.
Company Secretaries


DINESH MEHTA
Partner
C.P. No.: 2127
PR: 1204/2021
UDIN: F008419E002329496



ANNEXURE - B

LIST OF FORMS FILLED DURING FY 2022-23

Sr. No.	SRN	FORM	DATE OF FILLING
1.	F56131527	Form-IEPF-2	05/01/2023
2.	F56127087	Form-IEPF-2	05/01/2023
3.	F51844595	Form-IEPF-1	06/12/2022
4.	F44174316	Form MGT-7	16/11/2022
5.	F32637886	Form AOC-4(XBRL)	22/10/2022
6.	F28450120	Form MGT-15	10/10/2022
7.	F28450260	Form MGT-14	10/10/2022
8.	F28448587	Form ADT-1	10/10/2022
9.	F23804073	Form CRA-4	05/09/2022
10.	F23803638	Form MGT-14	05/09/2022
11.	AA1610789	CHG-1	16/03/2023
12.	AA1527947	MGT-14	10/03/2023
13.	AA1594039	MGT-14	14/03/2023
14.	AA1594837	CHG-1	16/03/2023
15.	AA1713095	MR-1	27/03/2023
16.	AA1527609	DIR-12	03/03/2023
17.	AA1218492	CHG-1	13/01/2023
18.	AA1200890	CHG-1	18/01/2023
19.	AA1200807	CHG-1	17/01/2023
20.	AA1115143	CHG-1	26/11/2022
21.	AA1122195	CHG-1	29/11/2022
22.	F06829428	CHG-1	16/06/2022
23.	AA0737956	CHG-4	08/10/2022
24.	AA0738289	CHG-4	08/10/2022
25.	AA0060171	CHG-4	08/09/2022
26.	AA1510451	CHG-4	02/03/2023
27.	AA0060679	CHG-4	08/09/2022
28.	AA0060968	CHG-4	08/09/2022
29.	AA0059921	CHG-4	08/09/2022
30.	AA3965209	MGT-14	03/08/2023
31.	F62989264	IEPF-4	08/08/2023
32.	AA1551529	DIR-12	09/03/2023
33.	F59591008	CRA-2	13/03/2023
34.	F01478452	DIR-12	18/05/2023
35.	F09354275	MGT-14	25/06/2022.





HIM TEKNOFORGE LTD.

(formerly known as Gujarat Automotive Gears Limited)



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LIST OF COMMITTEE MEETING DURING THE FINANCIAL YEAR 2022-23

S.NO	Type of Meeting	Date of Meeting	Total No. of Members as on date of the Meeting	Attendance	
				Number of Member Attended	% of Attendance
1	Audit Committee	25/04/2022	3	3	100
2	Audit Committee	27/05/2022	3	3	100
3	Audit Committee	09/08/2023	3	3	100
4	Audit Committee	11/11/2022	3	3	100
5	Audit Committee	28/01/2023	3	3	100
6	Audit Committee	13/02/2023	3	3	100
7	Nomination and Remuneration Committee	25/04/2022	3	3	100
8	Nomination and Remuneration Committee	27/05/2022	3	3	100
9	Nomination and Remuneration Committee	09/08/2022	3	3	100
10	Nomination and Remuneration Committee	28/01/2023	3	3	100
11	Stakeholder Relationship committee	13/02/2023	3	3	100
12	CSR Committee	13/02/2023	4	4	100



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